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the AMAZING SPIDER-MAN®

YOUR FATE IS SEALED, WEB-SWINGER!

FEEL THE WRATH OF THE SINISTER SYNDICATE!

GUEST-STARRING THE SENSATIONAL SILVER SABLE!™

FRENZ/BREEDING 86

STAN LEE PRESENTS...

SPIDER-MAN

INTRODUCING THE SINISTER SYNDICATE!

THE TIME: NOW! THE PLACE: CONEY ISLAND PARK! THE OBJECT: MURDER!!

SILVER SABLE! LOOK OUT!!

BWAM!

BWAM!

WHAT THE--?!

CONFUSED, FAITHFUL READER? DON'T BE! JUST TURN THIS PULSATING PAGE, AND ALL WILL SOON BE EXPLAINED!

BWAM!

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INCREDIBLE! EVEN WITH ME IN HIS ARMS, HE MANAGED A TWENTY FOOT LEAP!

THAT REALLY WASN'T NECESSARY, SPIDER-MAN.

DAREDEVIL

I COULD HAVE SAVED MYSELF!

LISTEN, LADY, YOU MAY BE HOT STUFF ON THE INTERNATIONAL BOUNTY HUNTING CIRCUIT--

--BUT, YOU'RE STRICTLY A BEGINNER WHEN IT COMES TO AVOIDING THE ELECTRO-BLASTS OF A SUPER-BADDIE LIKE *THE BEETLE!*

I'VE FOUND THEM!

THEY'RE ON THE ROOF OF THIS BUILDING!

DON'T SWEAT IT, PAL! I'LL KNOCK 'EM OFF!

THE BUILDING AIN'T BEEN BUILT THAT CAN WITHSTAND THE SUPER-POWERED CHARGE OF *THE RHINO!*

YOU WANT TO BE ON YOUR OWN, LADY? BE MY GUEST...

JUMP!!

BIG DEAL

BWOOM!

BARELY MANAGED TO REACH THIS WHIRLY-GIG!

PERHAPS, I WAS A BIT HASTY IN CHASTISING THE WEB-SWINGER.

BWAM!

THAT BLAST! IT CAME FROM ABOVE--!

I KNEW THAT A PROFESSIONAL AS SKILLED AS YOU COULD EASILY SURVIVE AN ATTACK BY A LUMBERING OAF LIKE THE RHINO!

TOO BAD YOU'RE NOW FACING A TRUE CRAFTSMAN IN THE ART OF ASSASSINATION!

NO ONE ESCAPES *BOOMERANG!*

SOUNDS LIKE SABLE'S IN TROUBLE!
SO AM I FOR THAT MATTER!
HOLD STILL, BLAST YOU!
YOU'RE WASTING YOUR TIME, BEETLE!
SPIDER-MAN IS MUCH TOO QUICK AND AGILE FOR THE LIKES OF YOU!
BUT, HE'S PRACTICALLY MOVING IN SLOW MOTION WHEN COMPARED TO THE *SPEED DEMON!*
YOU MAY BE ABLE TO RUN A WHOLE LOT FASTER THAN ME, BUT I CAN CERTAINLY LEAP HIGHER THAN YOU!
DON'T GET TOO COCKY, SPEEDY!
NYAH! NYAH! YOU CAN'T REACH ME UP HERE!
MAYBE HE CAN'T, BUT *I CAN!!*
PWAM!
=*UGNN*= THAT WATERY FIST CAUGHT ME IN MID-LEAP!
COULDN'T AVOID IT IN TIME, EVEN THOUGH MY SPIDER-SENSE WARNED ME IT WAS COMING!
FWOP!
IT'S ALL OVER NOW, WALL-CRAWLER!
YOU AIN'T GOT A CHANCE AGAINST US!
THE BEETLE, THE RHINO, BOOMERANG, SPEED DEMON, AND NOW... *HYDRO-MAN!*
WHAT IS THIS... *OLD VILLAINS' WEEK?!*
HOW'D I EVER GET INVOLVED IN A MESS LIKE THIS?

AS IF IN ANSWER TO HIS SILENT QUERY, SPIDER-MAN QUICKLY REFLECTS ON THE EVENTS WHICH LED HIM HERE! EVENTS WHICH BEGAN A FEW HOURS AGO...

IT'S *GREAT* TO BE BACK HOME!

THERE WERE MANY TIMES IN THE LAST FEW DAYS THAT I DOUBTED I'D EVER SEE MANHATTAN AGAIN!

BUT I'M STILL IN ONE PIECE... EVEN THOUGH MY OLD RED AND BLUE COSTUME IS GONE FOR GOOD!*

*SEE *WEB OF SPIDER-MAN* #16-18 FOR DETAILS -- OWZ!

OH, WELL, CAN'T WORRY ABOUT THAT NOW!

I'M MUCH MORE INTERESTED IN THIS AD I FOUND IN TODAY'S *DAILY BUGLE*...

..!" ATTENTION, SPIDER-MAN, SILVER SABLE WANTS YOU!"

SABLE'S AN INTERNATIONAL BOUNTY-HUNTER! WHAT COULD SHE POSSIBLY WANT WITH A FRIENDLY NEIGHBORHOOD WEB-SWINGER LIKE ME?*

GUESS THERE'S ONLY ONE WAY TO FIND OUT...

*YOU'D KNOW IF YOU READ LAST ISSUE--OWZ.

ACCORDING TO THE PAPER, WHENEVER SABLE'S IN TOWN SHE STAYS HERE--IN THE *SYMKARIAN* MISSION TO THE UNITED NATIONS!

MEANWHILE, INSIDE...

AH, MY DEAR SILVER, YOUR BEAUTY IS STILL AS BREATH-TAKING AS A DESERT SUNSET!

I HOPE YOU WILL ENJOY THIS CHAMPAGNE. I HAD IT FLOWN IN FROM FRANCE ON THIS MORNING'S CONCORDE ESPECIALLY FOR THIS OCCASION.

I'M SURE IT WILL DO, HAMED.

MY ILLUSTRIOUS FATHER SENDS HIS REGARDS. HIS HEALTH HAS BEEN EXCELLENT EVER SINCE YOU DROVE THOSE HEATHEN TERRORISTS FROM OUR BELOVED HOMELAND.

ONE MAN'S TERRORIST IS ANOTHER'S PATRIOT, HAMED.

BUT, LET'S NOT DISCUSS POLITICS. THIS AFTERNOON SHALL BE DEVOTED TO THE ENJOYMENT OF OUR CHAMPAGNE... AND OTHER MUTUAL DELIGHTS!

MY, MY, DOESN'T THAT SOUND TEMPTING!

WHAT THE--?!

SPIDER-MAN!

I HEARD YOU WERE LOOKING FOR ME, LADY!

HAVE I DROPPED IN AT A BAD TIME?

SILVER, DO YOU KNOW THIS BRAZEN INTRUDER?

YES, AND I HAVE SOME RATHER PRESSING BUSINESS TO DISCUSS WITH HIM.

I'M AFRAID WE'LL HAVE TO POSTPONE OUR LITTLE INTERLUDE, HAMED, PLEASE HAVE MY SECRETARY CHECK MY APPOINTMENT CALENDAR ON YOUR WAY OUT.

B-BUT...

DON'T BE DIFFICULT, HAMED. YOU KNOW THAT I NEVER ALLOW PLEASURE PRECEDENCE OVER BUSINESS.

SORRY I BUSTED IN ON YOU AND OL' LUCKLESS OF ARABIA!

DON'T GIVE IT A THOUGHT. WE HAVE WORK TO DO.

WE DO?!

YES, YOU'RE GOING TO HELP ME APPREHEND A MOST DANGEROUS INTERNATIONAL TERRORIST!

A GENTLEMAN BY THE NAME OF... *JACK O'LANTERN!*

SILVER DOESN'T REALIZE THAT I RECENTLY DECIDED TO GIVE UP BEING SPIDER-MAN!* I ONLY CAME HERE BECAUSE MY CURIOSITY GOT THE BEST OF ME!

WHY ME? WHY NOT THE *AVENGERS*, OR THE *FANTASTIC FOUR*?

*SEE ISSUE #275--OWZ!

THEY DON'T APPROVE OF MERCENARIES LIKE ME!

I FULLY INTEND TO COLLECT A HEFTY REWARD FOR CAPTURING JACK!

FAREWELL, HAMED! PERHAPS NEXT TIME...

OF COURSE, I SHALL PAY YOU A SUBSTANTIAL FEE... *IN CASH!*

FORGET IT, LADY! I'M NOT FOR HIRE!

WHY NOT?

YOU'VE BATTLED JACK O'LANTERN IN THE PAST! WHY NOT BE PAID FOR YOUR EFFORTS?

I DON'T FIGHT FOR MONEY!

WHY DO YOU?

BECAUSE...ER... BECAUSE...

NEVER MIND! IT'S NONE OF YOUR BUSINESS!

LATER, AT THE POLICE PRECINCT WHICH HOLDS FLASH THOMPSON, ONE OF PETER PARKER'S OLDEST FRIENDS, AND NOW ACCUSED COSTUMED KILLER...

I'M DESPERATE, AND YOU'RE THE ONLY ONE WHO CAN HELP!

THE POLICE ARE HOLDING ME HERE BECAUSE THEY'RE CONVINCED I'M THE *HOBGOBLIN!*

SOME LUNATIC EVEN TRIED TO KILL ME A FEW DAYS AGO!*

SHA SHAN, MY LAWYER SAYS THAT I'M GOING TO NEED YOUR TESTIMONY TO BEAT THIS RAP! CAN I COUNT ON YOU?

I COULDN'T COUNT ON YOU, FLASH!

*SEE ISSUE #278--OWZ!

WHAT ARE YOU TALKING ABOUT?

I LOVED YOU, FLASH! DEVOTED MYSELF TO YOU!

AND YOU BETRAYED ME BY SEEING THAT *LEEDS* WOMAN BEHIND MY BACK!

SHA SHAN, YOU CAN'T KEEP PUNISHING ME FOR THAT ONE MISTAKE!

I NEED YOU, GIRL!

THEY'RE GONNA CONVICT ME!

PLEASE, BABY, DON'T TURN AGAINST ME NOW!

TIME'S UP, THOMPSON! YOU HAVE ANOTHER VISITOR!

MRS. LEEDS, YOU'RE NEXT...

OH, GREAT, WHY DID BETTY LEEDS HAVE TO SHOW UP NOW?

SHA SHAN? I'M SHARON BANKS, FLASH'S LAWYER. CAN WE TALK?

I HAVE NOTHING TO SAY TO YOU, MISS BANKS.

FLASH IS GETTING EXACTLY WHAT HE DESERVES!

I HOPE THEY THROW AWAY THE KEY!

SHE'D MAKE A SWELL WITNESS... FOR THE PROSECUTION!

HI, MS. BANKS! HOW'S FLASH'S DEFENSE SHAPING UP?

YOU WANT THE TRUTH, PARKER...OR SHOULD I FAKE OPTIMISM?

I CAN'T EVEN GET HIS EX-GIRLFRIEND TO VOUCH FOR HIM--

--AND SHE WAS LIVING WITH HIM DURING THE TIME HE WAS ALLEGEDLY THE HOBGOBLIN!

A GOOD DEFENSE COSTS BIG MONEY, AND I JUST DON'T HAVE THE NECESSARY FUNDS TO PROVIDE FLASH WITH THE KIND HE'LL NEED!

I'D LOVE TO HIRE AN ARMY OF DETECTIVES TO SEARCH FOR THE REAL HOBGOBLIN, BUT WHO'D FOOT THE BILL?

FLASH COULD REALLY USE A GUARDIAN ANGEL RIGHT NOW!

A *RICH* ONE!

A FEW MINUTES LATER...

MAY AS WELL FACE FACTS...

I CAN'T HANG UP MY WEBS WHILE FLASH STILL NEEDS ME!

I DON'T KNOW IF HE'S REALLY THE HOBGOBLIN, OR NOT! I DON'T EVEN CARE!

HE'S MY FRIEND, AND I'VE GOT TO DO WHATEVER'S NECESSARY TO HELP HIM!

AND SO...

I'M SO PLEASED THAT YOU DECIDED TO RECONSIDER MY OFFER!

MAY I ASK WHY?

LET'S JUST SAY THAT I FOUND A USE FOR YOUR MONEY!

AN EXCELLENT REASON!

DO YOU HAVE ANY IDEA WHERE WE CAN FIND JACK O'LANTERN?

HE'LL BE AT THE CONEY ISLAND PARK AT MIDNIGHT!

HEY, YOU'RE PRETTY GOOD! HOW'D YOU LEARN THAT? DETECTIVE WORK? DOUBLE AGENTS?

ACTUALLY, HE PHONED AND TOLD ME!

ARE YOU CRAZY?

HE'S OBVIOUSLY PLANNING A TRAP!

OBVIOUSLY! WHY ELSE WOULD I WANT YOU ALONG?

WE'LL JUST HAVE TO BE ESPECIALLY CAREFUL, WON'T WE?*

*SEE! I TOLD YOU EVERYTHING WOULD BE EXPLAINED AS WE WENT ALONG--- HONEST OWZ!

AT THAT PRECISE MOMENT, SPIDER-MAN'S REVERIE IS SUDDENLY CUT SHORT AS--

WHOOPS!

I GUESS SILVER AND I WEREN'T AS CAREFUL AS WE THOUGHT!

YOU OKAY, LADY?

I ALWAYS LIKE TO MAKE SURE MY DATE'S HAVING A GOOD TIME.

THIS IS TERRIBLE, SPIDER-MAN!

THE NIGHT IS TURNING OUT SO MUCH WORSE THAN I EVER IMAGINED!

DO THE ODDS CONCERN YOU?

NO, THE FOES!

THERE ISN'T A DECENT BOUNTY AMONG THEM!

WHERE'S JACK O'LANTERN? HE'S THE ONE WE'RE BEING PAID TO NEUTRALIZE!

I'M AFRAID JACK WAS DETAINED ELSEWHERE!

HE SENT US IN HIS STEAD!

THE SINISTER SYNDICATE!

FACE IT! THIS AIN'T GONNA BE ONE OF YER BETTER DAYS!

IT'S A PLEASURE TO SEE YOU AGAIN, SPIDER-MAN... ESPECIALLY UNDER THESE CIRCUMSTANCES!

YEAH! WE ALL HAVE REASON TO WANT YOU DEAD!

THE BROAD'S A BONUS! JACK O'LANTERN TOLD US SHE'S GOT AN INTERNATIONAL REPUTATION IN LAW ENFORCEMENT CIRCLES!

WE'LL MAKE OURS BY TRASHING HER!

BOOMERANG, *NOW*--YOU AND I WILL TAKE THE GIRL!

THE OTHERS CAN ENJOY THE WALL-CRAWLER'S COMPANY!

SILVER, *NO!* *DON'T RUN!*

NEVER THOUGHT SHE'D PANIC LIKE THAT!

BUT, I CAN'T WORRY ABOUT HER NOW!

WHAT'S WRONG WITH SPIDER-MAN?

DOESN'T HE REALIZE THAT STRATEGY DICTATES THAT WE DIVIDE OUR FOES?

I'M MUCH TOO VULNERABLE OUT IN THE OPEN LIKE THIS!

PERHAPS THIS BUILDING WILL PROVIDE ME WITH SHELTER--!

KRAKK!

THUMPP!

ONLY TWO ENTRANCES TO COVER... *WAIT!* SOUNDS LIKE SOMETHING LANDED ON THE ROOF!

THRIPPP!

SURPRISED, WOMAN?

DIDN'T YOU REALIZE THAT MY ARMORED BATTLE-SUIT AUGMENTS MY STRENGTH TO SUPER-HUMAN LEVELS?

NOW THAT YOU MENTION IT... *NO!*

GIVE IT UP, WEB-MAN!
THERE'S NO WAY YOU CAN HURT A GUY WHO CAN TRANSFORM HIMSELF INTO WATER!
WHO'S TRYING? I JUST HAVE THIS THING FOR JUMPING IN PUDDLES...ESPECIALLY WALKING ONES!
TOO BAD I FOR-GOT MY GALOSHES!
GOOD WORK, HYDRO-MAN! YOU SLOWED SPIDER-MAN DOWN!
TUCKERED HIM OUT!
NOW, IT'S MY TURN!
I'LL KEEP HAMMERING HIM TILL HE DROPS!
SPEED DEMON DOESN'T REALIZE THAT I COULD HAVE EASILY AVOIDED HIM WITH A LEAP!
JUST HAVE TO WITHSTAND HIS BLOWS FOR A FEW MORE SECONDS!
HAD TO GET CLOSE TO HIM TO DO--
--THIS!
YEEOW! YOU TRIPPED ME!
THAT'S THE GENERAL IDEA!
DON'T COMPLAIN! PEOPLE USUALLY PAY GOOD MONEY FOR A RIDE LIKE THAT!
REAL CUTE, SPIDER-MAN!
I'D LIKE TO SEE YOU TRY THE SAME STUNT ON ME!
YOU KIDDING?
I'M LUCKY I DIDN'T BREAK MY ARM THE FIRST TIME!
MEANWHILE, ELSEWHERE...
EVERYTHING IS GOING ACCORDING TO PLAN!
WHILE THE SINISTER SYNDICATE BATTLES SPIDER-MAN AND THAT WOMAN IN MY PLACE, I AM FREE TO SCOUR UP NEW BUSINESS!
SILVER SABLE SHOULD HAVE KNOWN BETTER THAN TO MATCH WITS WITH JACK O'LANTERN!

AT THAT MOMENT, IN ANOTHER PART OF THE CITY, A PENSIVE BETTY LEEDS SLOWLY WALKS HOME...

NEVER THOUGHT I'D RUN INTO SHA SHAN AT THE POLICE STATION!

THAT LOOK SHE SHOT ME WAS PURE HATRED!

CAN I BLAME HER?

THE PAIN--THE HUMILIATION--I MUST HAVE CAUSED HER!

I NEVER STOPPED TO CONSIDER THAT WHILE FLASH AND I WERE DATING! I WAS TOO WRAPPED UP IN MY OWN PROBLEMS!

TORN BETWEEN ATTRACTION FOR FLASH AND LOYALTY TO MY HUSBAND, NED!

MOMENTS LATER, AS BETTY NEARS HER APARTMENT BUILDING SHE IS STARTLED TO SEE...

NED?!

WHAT ARE YOU DOING?

WHAT DOES IT LOOK LIKE?

I'VE HAD ENOUGH, BETTY! I'M TIRED OF WAITING AROUND WHILE YOU DECIDE BETWEEN ME, AND THAT CRIMINAL FLASH THOMPSON!

THE MAN'S IN *JAIL*, AND YOU STILL CAN'T MAKE UP YOUR MIND!

NED, *WAIT--!*

YOU CAN'T LEAVE NOW! WHAT ABOUT OUR MARRIAGE?

DOESN'T IT MEAN ANYTHING TO YOU?!

MUCH MORE THAN IT OBVIOUSLY MEANS TO YOU!

CAN YOU HONESTLY SAY THAT I AM THE MAN YOU LOVE?

I DIDN'T THINK SO!

I LOVE YOU NED. I REALLY DO.

MAYBE I JUST DON'T LOVE YOU ENOUGH.

JUST THEN, A FEW BLOCKS AWAY FROM CONEY ISLAND PARK...

...AT 122-14 SOUTH MARTIN STREET, BROOKLYN.

I'M GONNA GO HANG OUT WITH MY FRIENDS!

BE HOME EARLY, CARLOS!

AW, MOM--!

DINNER WAS GREAT, MRS. CASSADA...LIKE ALWAYS!

CAN I HELP WITH THE DISHES?

YOU ALREADY DO TOO MUCH AROUND THIS HOUSE, MR. MANN!

WHY DON'T YOU JUST RELAX WITH MY HUSBAND AND MICHAEL?

I THINK I'LL GET SOME FRESH AIR INSTEAD!

I REALLY ENJOY WALKING ALONG THE BEACH AT NIGHT!

TAKING IN AN UPSTAIRS BOARDER WASN'T SUCH A BAD IDEA! EH, ROBERTO?

WE WERE LUCKY, ROSA! MOST TENANTS AREN'T AS POLITE, AND AS WELL-BEHAVED AS...

"...SYLVESTER MANN!"

NEVER THOUGHT I'D END UP IN THE SUBURBS!

THINGS HAVE BEEN A WHOLE LOT QUIETER FOR ME EVER SINCE I STOPPED STOMPING AROUND THE COUNTRY AS--

--THE SANDMAN!

I'M SO GLAD I GAVE UP THAT PART OF MY LIFE!

CONTENTMENT FILLS THE FACE OF THE FORMER SUPER-VILLAIN.

UNFORTUNATELY, HIS PEACEFUL EXISTENCE WILL SOON END...

MEANWHILE...

WHERE IS SHE?

I'D HEARD SABLE WAS REAL GOOD, BUT EVEN I'M SURPRISED SHE GOT AWAY FROM THE BEETLE!

MAYBE THAT'LL CONVINCE THE OTHERS THAT I SHOULD BE LEADER!

SHE'S NEARBY! I CAN ALMOST FEEL HER--

--PRESENCE

PHWAM!

IS THIS WHAT PASSES FOR A PROFESSIONAL ASSASSIN IN THIS COUNTRY?

PERHAPS I SHOULD PURSUE MORE AMERICAN CRIMINALS!

I AM NOT TOTALLY DISPLEASED THAT YOU TOOK OUT BOOMERANG!

THE BEETLE!

YOU SAVED ME THE TROUBLE OF CUTTING HIM DOWN A FEW PEGS!

HE'S ABOVE ME, TO THE RIGHT!

BDAM!

BDAM!

YOUR REFLEXES ARE QUITE IMPRESSIVE!

YOUR WEAPONRY IS NOT!

I'M VIRTUALLY INVULNERABLE WHEN ENCASED IN THIS BATTLE ARMOR!

IT'S A TECHNOLOGICAL MARVEL! A WORK OF MY OWN PURE GENIUS!

KEEP BRAGGING! YOU'RE ONLY GIVING ME MORE TIME TO DEVISE A WAY TO DEFEAT YOU!

KWANG!

COME ON DOWN AND FIGHT LIKE A MAN!

HOW COULD I EVER REFUSE SUCH A CHARMING INVITATION?

JUST GIVE ME ENOUGH TIME TO FINISH WEBBING UP MY SORE ARM!

BY THE WAY, I LIKE YOUR NEW DUDS!

DID YOUR MOMMY PICK THEM OUT FOR YOU?

DON'T MAKE FUN OF ME!

I HATE BEING A LIVING RHINO!

I EVEN TURNED MY-SELF OVER TO THE GOVERNMENT FOR HELP, BUT THEY COULDN'T DO MUCH!

I'M GONNA NEED A SERIES OF ILLEGAL OPERATIONS TO BECOME HUMAN, AGAIN!

THAT'S WHY I JOINED THIS SYNDICATE! TO EARN THE MONEY÷

÷*SHEESH*÷ I ASKED YOU A SIMPLE QUESTION!

YOU DIDN'T HAVE TO TELL ME YOUR LIFE'S STORY!

YOU'LL *PAY* FOR THAT!

AW, WOULD YOU BELIEVE I LEFT MY AMERICAN EXPRESS CARD HOME?

GET AWAY FROM THE RHINO! LEAVE 'IM ALONE!

WHY? IS IT YOUR TURN TO DANCE?!

JUST THEN, IN MID-TOWN MANHATTAN...

...AND I OFFER A FULL RANGE OF SERVICES FROM SIMPLE EXTORTION TO PUBLIC ASSASSINATIONS!

AS THE UNDISPUTED *KINGPIN* OF ALL CRIME IN THE NORTH-EAST, I FIGURED YOU COULD USE A MAN LIKE ME,

YOUR RESUMÉ IS QUITE IMPRESSIVE *JACK O'LANTERN.* UNFORTUNATELY, I RECENTLY HIRED SOMEONE WITH SIMILAR EXPERTISE.

A GENTLEMAN CALLED *NUKE!**

NUKE? BUT, HE'S A PSYCHO--!

GOOD DAY, SIR. YOU'LL BE CALLED IF I HAVE NEED OF YOU.

* *SEE* ***DAREDEVIL*** *--OWZ!*

ELSEWHERE...

KINGSLEY LTD.

I HATE IT WHEN I CAN'T REACH PETER PARKER!

I'M ALWAYS AFRAID HE'S RISKING HIS LIFE AS SPIDER-MAN!

HE'S PROBABLY ON AN ASSIGNMENT FOR THE DAILY BUGLE, OR...

...OUT WITH ANOTHER GIRL? *HMM!* THAT THOUGHT BOTHERS ME A LOT MORE THAN IT SHOULD!

HEY, MARY JANE! TELL KINGSLEY WE'RE READY FOR HIM!

SURE THING, PATTY!

RODERICK KINGSLEY SPENDS AN AWFUL LOT OF TIME IN THIS WORKROOM! I WONDER WHAT HE DOES IN HERE?

MR. KINGSLEY--?

YES, WHAT IS IT?

THEY'RE READY TO BEGIN REHEARSING TOMORROW'S RUNWAY SHOW!

I'LL BE ALONG IN A MOMENT!

WHO WAS THAT?

JUST ONE OF THE MODELS. NOTHING TO BE CONCERNED ABOUT.

DON'T BE SO SMUG!

WE'LL BOTH GO TO JAIL IF ANYONE EVER LEARNS THE TRUTH ABOUT US!

I KNOW.

SOMETIME LATER, IN ANOTHER PART OF THE CITY...

AS I UNDERSTAND IT, YOU AND THE HOBGOBLIN HAD A "BUSINESS ARRANGEMENT"...

HOW DOES THAT CONCERN YOU, MISTER--?

JACK WILL DO. WHAT SHALL I CALL YOU?

I AM KNOWN AS *THE ROSE!*

YEAH, WELL, FOR A REASONABLE FEE I COULD BUST HOBGOBLIN OUT OF JAIL...

OR, I COULD TAKE HIS PLACE!

AN INTRIGUING PROPOSITION. ALLOW ME TO CONSIDER IT.

THE REAL HOBGOBLIN ISN'T GOING TO BE THRILLED TO HEAR THAT THIS GUY'S TRYING TO BEAT HIS TIME!

NO, HE WON'T!

I'M CERTAIN I CAN USE THAT TO MY ADVANTAGE.

IT WOULD BE SUCH A PITY IF THE TWO OF THEM ACCIDENTALLY KILLED EACH OTHER IN BATTLE!

JUST THEN, BACK AT CONEY ISLAND PARK...

HE'S THROUGH TOYING WITH ME!

I CAN ALMOST FEEL HIM CLOSING IN!

YOU'VE LED ME ON QUITE A CHASE, WOMAN, BUT IT'S ABOUT TO *END!*

HAVE TO DO THE LAST THING HE EXPECTS--AND *ATTACK!*

IF ONLY I CAN REACH THE JUTTING ARM OF THAT RIDE--!

REACH IT, SHE DOES! AND THEN--

BWA NGG!

:UNNN:

THE IMPACT CAUGHT HIM TOTALLY BY SURPRISE!

I MANAGED TO STUN HIM, BUT, AT *WHAT* COST?!

NEED A FEW SECONDS TO ASSESS THE DAMAGE TO MY OWN BODY! THE ASTROTOWER--!

:UGN: FEELS LIKE I BROKE BOTH ANKLES WHEN I COLLIDED WITH THE BEETLE'S BATTLE-SUIT!

GOT TO GET THIS PAIN UNDER CONTROL BEFORE HE RENEWS HIS ATTACK, OR I'M DEAD!

BUT, AT THAT VERY SPLIT-SECOND, A LIVING BLUR ROCKETS TOWARD THE TOWER...

LADY, YOU JUST MADE THE BIGGEST MISTAKE OF YOUR CAREER!

SNAP!

THE SPEED DEMON ACTIVATED THE TOWER!

IT'S RACING SKYWARD!!

SILVER--!

SHE'S TRAPPED! THERE'S NO PLACE TO RUN UP THERE!

MANAGED TO SNAG THE BOTTOM OF THE TOWER!

THWIPP

THIS IS REALLY NUTS! WE'RE BOTH RISKING OUR NECKS, AND FOR *WHAT*?!

SURE, I NEED THE MONEY TO HELP FLASH THOMPSON, BUT IS ANYTHING WORTH ALL THIS GRIEF?!

YOU OKAY?

MY ANKLES ARE IN BAD SHAPE, BUT I'LL SURVIVE!

NOT IF THEY HAVE ANYTHING TO SAY ABOUT IT!

HANG ON!

BWOOM!

NO ARGUMENT THIS TIME!

WHERE ARE WE HEADED?

CYCLO

WE'RE TAKING A LITTLE ROLLER COASTER RIDE!

WE'LL HIDE INSIDE THESE TRACKS UNTIL WE CAN PLAN OUR NEXT MOVE!

WE SHOULD BE SAFE HERE!

IT'S MUCH TOO DANGEROUS FOR THEM TO EVEN THINK OF COMING IN AFTER US!

I HOPE YOU'RE RIGHT!

COME ON, YOU GUYS! WE GOT 'EM RIGHT WHERE WE WANT 'EM!

THERE'S NO WAY THEY CAN GET AWAY NOW!

THEY'RE FINISHED!!

ALL WE GOTTA DO IS KNOCK OUT THESE SUPPORTS TO BRING THE WHOLE DARNED THING DOWN ON THEM!

KWAK!

BZAP!

AN EXCELLENT PLAN!

I LIKE IT, TOO!

PWAM!

KEEP YOUR EYES PEELED! THEY MAY MAKE A BREAK FOR IT!

FWOK!

NOT A CHANCE!

BWAM!

BLOW AFTER HIGH-IMPACT BLOW ROCKS THE MASSIVE STRUCTURE AS ITS FOUNDATIONS ARE BRUTALLY RIPPED AWAY!

THE MOST FAMOUS ROLLER COASTER IN THE WORLD SUDDENLY BEGINS TO SHUDDER, TO QUAKE, AND THEN--

KA-

FWASH!!

BARELY A HALF MILE AWAY, A PENSIVE MAN IS VIOLENTLY YANKED FROM HIS THOUGHTS...

THAT AWFUL CRASH--!

WHAT COULD HAVE CAUSED IT?!

ALMOST AGAINST HIS WILL, HE FEELS HIMSELF DRAWN TO THE SITE OF THE MASSIVE EXPLOSION!

IT'S AN ACT HE WILL LIVE TO REGRET!

ELSEWHERE, AT THAT VERY MOMENT...
WHAT'S THAT YOU SAY?
A CHARACTER BY THE NAME OF JACK O'LANTERN HAS BEEN NOSING AROUND FOR MY JOB?
DON'T WORRY! I CAN SAFELY ASSURE YOU THAT HE WON'T TROUBLE YOU, AGAIN!
YOU CAN COUNT ON THE WORD OF...THE HOBGOBLIN!
THE ROSE DOESN'T FOOL ME FOR A MOMENT!
IT'S REAL OBVIOUS THAT HE WANTS ME TO FIGHT JACK O'LANTERN!
PERHAPS HE'S HOPING THAT I'LL GET MYSELF KILLED SO THAT HE WON'T HAVE TO PAY ME MY SHARE OF THE PROFITS FROM OUR CRIMINAL ENTERPRISES!
I'M SURE IT WOULDN'T COME AS A SURPRISE TO THE ROSE TO LEARN THAT I HAVE SIMILAR PLANS FOR...
...HIM?!
WELL, WELL, LOOK *WHO* WE HAVE HERE!
YOU'RE USUALLY THE LAST PERSON I EXPECT TO RUN INTO ON THE STREET!
IT'S ALWAYS A PLEASURE TO SEE YOU, MARY JANE!
ISN'T IT, THOUGH?
YOU ALL RIGHT? YOU LOOKED LIKE YOU WERE INTO SOME PRETTY HEAVY THOUGHTS WHEN I POPPED UP!
I'M AFRAID THAT MY LIFE HAS BEEN RATHER CHAOTIC LATELY!
REALLY? TELL ME ALL ABOUT IT!

MEANWHILE...

÷UNNN÷

M-MY BACK IS KILLING ME! GOT TO GET OUT FROM UNDER ALL THIS DEBRIS!

IT'S A MIRACLE SILVER AND I WEREN'T CRUSHED, AND KILLED INSTANTLY!

SPIDER-MAN, EVERYTHING'S SO STILL--SO QUIET!

DO YOU THINK OUR PLAYMATES HAVE GIVEN UP ON US?

NOT A CHANCE, LADY!

NAH! THE REAL FUN'S JUST ABOUT TO BEGIN ...*FOR US!*

FAREWELL, MY FRIENDS!

THE *END* HAS COME FOR YOU AT LAST!

NEXT ISSUE: **SPIDER-MAN** *AND* **SILVER** *CONTINUE THEIR BATTLE AGAINST THE* **SINISTER SYNDICATE!** **HOBGOBLIN** *TAKES ON* **JACK O'LANTERN!** **SANDMAN** *VERSUS* **HYDRO-MAN!** *DON'T MISS...*

"WHEN WARRIORS CLASH!"

PLUS: A STARTLING DEVELOPMENT IN THE SAGA OF FLASH THOMPSON!

Shadowcat